

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

LEAR CAPITAL, INC.,¹

Debtor.

Chapter 11 (Subchapter V)

Case No. 22-10165 (BLS)

Re: Docket No. 49

**SUPPLEMENTAL DECLARATION OF LANCE MILLER IN SUPPORT
OF APPLICATION FOR ENTRY OF AN ORDER (I) AUTHORIZING THE
RETENTION AND EMPLOYMENT OF PALADIN MANAGEMENT GROUP LLC
AS FINANCIAL ADVISOR TO THE DEBTORS *NUNC PRO TUNC* TO THE
PETITION DATE, AND (II) GRANTING RELATED RELIEF**

Pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), I, Lance Miller, under penalty of perjury, declare as follows:

1. I am a Partner of Paladin Management Group, LLC (“Paladin”), a financial advisory firm with an office located at 633 West 5th Street, 28th Floor, Los Angeles, CA 90071. I am duly authorized to make and submit this supplemental declaration (the “Supplemental Declaration”) on behalf of Paladin to supplement the disclosures contained in my initial declaration (the “Initial Declaration”), attached as **Exhibit B** to the *Application for Entry of an Order (I) Authorizing the Retention and Employment of Paladin Management Group, LLC as Financial Advisor to the Debtor, Nunc pro Tunc to the Petition Date, and (II) Granting Related Relief* [Dkt. No. 49] (the “Application”).

2. I previously submitted the Initial Declaration in support of the Application. Capitalized terms used but not defined herein shall have the meanings as set forth in the Application. As discussed in paragraph 17 of the Initial Declaration, I stated that as additional material information was discovered, Paladin would supplement the Initial Declaration.

¹ The last four digits of the Debtor’s federal tax identification number are 7197. The Debtor’s address is 1990 S. Bundy Drive, Suite 600, Los Angeles CA 90025.

3. By this Supplemental Declaration, I am further supplementing the statements set forth in the Initial Declaration to address certain questions raised by the U.S. Trustee, including those related to certain disclosures made in the Initial Declaration and the connections checking performed by Paladin.

4. To clarify the statements made in the Initial Declaration that relate to the conflicts check process utilized by Paladin, the searches were intended to capture the connections of Paladin Services Group, Inc. (an affiliate of Paladin) and Axia Partners L.P. (an associate of Paladin)² (collectively, the “Paladin Affiliations”). To the best of my knowledge and belief, neither Paladin nor any of the Paladin Affiliations has represented any Potential Parties in Interest in connection with matters relating to the Debtor, its estate, assets, or business within the three years prior to the date hereof and will not represent other entities which are creditors of, or have other relationships to, the Debtor in matters relating to this case.

5. These supplemental disclosures in this declaration do not affect Paladin’s disinterestedness. Paladin continues to reserve the right to supplement Paladin’s disclosures in the event that Paladin discovers any additional connections that require disclosure. If any new relevant facts or relationships are discovered or arise in the future with respect to Paladin’s financial advisory business, Paladin will use reasonable efforts to identify such further relevant facts or relationships and will file promptly a supplemental declaration, as required by Bankruptcy Rule 2014. In any event, Paladin will file a supplemental declaration, to the extent there is anything to report.

² Axia Partners L.P. is not an affiliate of Paladin, but is a party to a Staffing and Association Agreement with Paladin. Under that Agreement, Axia’s employees and partners can supplement Paladin’s team and otherwise provide resources as needed to Paladin’s clients. Where applicable, Axia’s employees serve as part of the Paladin team under the supervision and direction of Paladin leadership, and their time and expense associated with client work is billed to the client under Paladin’s engagement.

6. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: April 1, 2022

Paladin Management Group, LLC,

By: /s/ Lance Miller
Lance Miller